

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
DALLAS DIVISION**

IN RE: SUPERIOR AIR PARTS, INC. DEBTOR,	§ § CASE NO. 08-36705-BJH § § CHAPTER 11 § §
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**AGREED ORDER ON DEBTOR'S MOTION TO RETURN RECLAIMED
GOODS AS TO SEAL SCIENCE, INC. ONLY**

Upon consideration of the Debtor's Motion to Return Reclaimed Goods [Docket No. 148] filed on March 5, 2009 ("Motion"); and it appearing that due and appropriate notice of the Motion has been given; that the relief requested is in the best interest of the Debtor, its estate and creditors, and is otherwise fair and reasonable under the circumstances; and taking into consideration the agreement of the parties as identified below; the Court finds that cause exists to GRANT the Motion as to Seal Science, Inc. ("Seal Science") only on the terms and conditions stated herein. It is hereby

ORDERED, resolution of the Debtor's Motion as to Seal Science is as follows:

(1) Debtor will pay \$7,690.26 (the invoice value) to Seal Science for select, current inventory, which will be due 30 days after entry of this agreed order. Debtor shall issue a new purchase order for the specific goods, which has already been ascertained and identified on the attached *Exhibit A* [**DOCKET NO. ____**];

(2) Debtor will return all goods that are not purchased to Seal Science, in full satisfaction of their claim;

(3) Seal Science will continue to supply future goods to Debtor for any additional purchase orders on a COD basis, unless there is a default on these post-petition

purchase orders, in which case the parties shall have right to protect their interests under the Bankruptcy Code and other applicable law; and,

(4) Seal Science waives any remaining claim pursuant to 11 U.S.C. § 503(b)(9).

AGREED TO IN FORM AND SUBSTANCE:

/s/ Duane J. Brescia
Duane J. Brescia (Texas Bar No. 5025265)
STRASBURGER & PRICE, LLP
600 Congress Avenue, Suite 1600
Austin, Texas 78701
(512) 499-3647 Phone / (512) 499-3660 Fax
duane.brescia@strasburger.com

ATTORNEYS FOR DEBTOR


Piyush Kakar, Controller
Seal Science, Inc.
17131 Daimler
Irvine, CA 92614-5508
(800) -576-7325 Phone / (949) 253-3141 Fax
pkakar@sealscience.com

FOR SEAL SCIENCE, INC.

EXHIBIT A [DOCKET NO.]

##END OF ORDER##

Order submitted by:
/s/ Duane J. Brescia
Stephen A. Roberts
Duane J. Brescia
Strasburger & Price, LLP
600 Congress Avenue, Suite 1600
Austin Texas, 78701
Tel. (512) 499-3600 / Fax (512) 499-3660
Stephen.roberts@strasburger.com
Duane.brescia@strasburger.com

SEAL SCIENCE RECLAMATION DEMAND

Item #	PO#	Invoice #	Unit Price	Qty Shipped	Qty at SAP	Qty Difference	Credit due
SA641607	106310	61082	0.339	5000	5000	0	\$1,695.00
SL14260	106159	60949	0.72	1500	1500	0	\$1,080.00
SL72075	106078	60622	0.165	5000	5000	0	\$825.00
SL62869	105549	60758	0.55	1200	1200	0	\$660.00
SA21477	106295	60552	0.105	5500	4613	(887)	\$484.37
SL12136	105655	60448	0.72	450	450	0	\$324.00
SL13641	105655	60448	0.498	950	816	(134)	\$406.37
SA632050	105655	60315	0.973	950	950	0	\$924.35
SL12136	105655	60315	0.72	1000	999	(1)	\$719.28
SA638172	105655	60315	0.252	4900	3882	(1018)	\$978.26
							\$8,096.63